

# EXHIBIT B

**Brown, Harrison M.**

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**From:** Brown, Harrison M.  
**Sent:** Wednesday, March 31, 2021 9:57 AM  
**To:** 'Burns, Justin'  
**Cc:** Tagvoryan, Ana; Oberly, David; 'Hockstad, Karen'  
**Subject:** RE: Philip Charvat v. Tomorrow Energy Corp., et al., NDOH Case No. 20-cv-01064

Hi Justin,

Just wanted to follow-up, as I understand you intend to file today.

Thanks,

--Harrison

**Harrison Brown** | BLANKROME

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**From:** Brown, Harrison M.  
**Sent:** Tuesday, March 30, 2021 3:09 PM  
**To:** 'Burns, Justin' <Justin.Burns@DINSMORE.COM>  
**Cc:** Tagvoryan, Ana <ATagvoryan@BlankRome.com>; Oberly, David <DOberly@BlankRome.com>; Hockstad, Karen <Karen.Hockstad@DINSMORE.COM>  
**Subject:** RE: Philip Charvat v. Tomorrow Energy Corp., et al., NDOH Case No. 20-cv-01064

Thank you, Justin.

I guess I'm having trouble understanding why a spreadsheet which shows Tomorrow Energy's legal fees and costs is necessary to attach to a dispositive motion re: liability. With respect to Charvat's claims against the Vestra Parties, either Charvat is right that calls were made in violation of the law (in which case Charvat would be entitled to a statutory penalty of either \$5,000 or \$1,500) or Vestra is right that the calls were not made in violation of the law (in which case would Charvat get nothing).

Filing the spreadsheet, even in an unopposed motion to seal, creates a non-zero risk that the court could deny the motion to seal and make the document public. If it is not germane to any issue raised by Charvat's pleading against the Vestra Parties, why take that risk? If it is germane, it would be helpful to understand how and why.

Additionally, while we appreciate that the Vestra Parties plan to ask that Tomorrow Energy be given an opportunity to provide a brief related to sealing, if our client has to brief the issue, it will only increase the amount of fees our client will seek to recover from the Vestra Parties. Which brings me back to the how and why this is being used as part of the filing.

Thanks,

--Harrison

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**From:** Burns, Justin <[Justin.Burns@DINSMORE.COM](mailto:Justin.Burns@DINSMORE.COM)>

**Sent:** Tuesday, March 30, 2021 2:55 PM

**To:** Brown, Harrison M. <[HBrown@blankrome.com](mailto:HBrown@blankrome.com)>

**Cc:** Tagvoryan, Ana <[ATagvoryan@BlankRome.com](mailto:ATagvoryan@BlankRome.com)>; Oberly, David <[DOberly@BlankRome.com](mailto:DOberly@BlankRome.com)>; Hockstad, Karen <[Karen.Hockstad@DINSMORE.COM](mailto:Karen.Hockstad@DINSMORE.COM)>

**Subject:** RE: Philip Charvat v. Tomorrow Energy Corp., et al., NDOH Case No. 20-cv-01064

Harrison:

Thanks for the response.

The dispositive motion focuses on Plaintiff's claims and not Tomorrow Energy's claims against Vestra. We provided notice of our intent to file that motion in a previous status report. We are simply moving forward with that motion, and we intend to attach the spreadsheet as an exhibit. I am sure that you can appreciate our hesitancy to reveal attorney strategy for that dispositive motion. The basis for dismissal is immaterial to whether Tomorrow Energy would oppose our request for leave to file a document under seal that Tomorrow Energy marked "confidential." In our view, Tomorrow Energy either stands by its confidentiality designation or it does not. We simply want to honor Tomorrow Energy's decision.

For what it's worth, in our motion for leave, we plan to ask that the Court provide Tomorrow Energy with an opportunity to provide a brief related to sealing. As you know, the Sixth Circuit's sealing standard is somewhat different than other circuits, and because we did not designate the document as confidential, we felt that Tomorrow Energy should have an opportunity to offer argument.

Justin

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**From:** Brown, Harrison M. <[HBrown@blankrome.com](mailto:HBrown@blankrome.com)>

**Sent:** Tuesday, March 30, 2021 4:32 PM

**To:** Burns, Justin <[Justin.Burns@DINSMORE.COM](mailto:Justin.Burns@DINSMORE.COM)>

**Cc:** Tagvoryan, Ana <[ATagvoryan@BlankRome.com](mailto:ATagvoryan@BlankRome.com)>; Oberly, David <[DOberly@BlankRome.com](mailto:DOberly@BlankRome.com)>; Hockstad, Karen <[Karen.Hockstad@DINSMORE.COM](mailto:Karen.Hockstad@DINSMORE.COM)>

**Subject:** RE: Philip Charvat v. Tomorrow Energy Corp., et al., NDOH Case No. 20-cv-01064

Hi Justin,

It would be helpful to understand what the dispositive motion is and how the spreadsheet will be used. Can you please advise?

Thanks,

--Harrison

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**From:** Burns, Justin <[Justin.Burns@DINSMORE.COM](mailto:Justin.Burns@DINSMORE.COM)>

**Sent:** Tuesday, March 30, 2021 1:11 PM

**To:** Brown, Harrison M. <[HBrown@blankrome.com](mailto:HBrown@blankrome.com)>

**Cc:** Tagvoryan, Ana <[ATagvoryan@BlankRome.com](mailto:ATagvoryan@BlankRome.com)>; Oberly, David <[DOberly@BlankRome.com](mailto:DOberly@BlankRome.com)>; Hockstad, Karen <[Karen.Hockstad@DINSMORE.COM](mailto:Karen.Hockstad@DINSMORE.COM)>

**Subject:** RE: Philip Charvat v. Tomorrow Energy Corp., et al., NDOH Case No. 20-cv-01064

Hi, Harrison:

The Vestra Defendants plan to file a dispositive motion with the Court, and we plan to attach Tomorrow Energy's spreadsheet from March 25. Because you marked the document confidential, we must file a motion requesting leave to file the document under seal. Typically, the court allows the designating party (Tomorrow Energy) time to file a brief in further support of the motion for leave, especially when the movant (the Vestra Defendants) takes no position other than honoring the protective order.

The Local Rules require us to request your consent to the motion because we suspect that Tomorrow Energy would not oppose the motion. May we state that our motion for leave to file under seal is unopposed?

We plan to file our motion for leave to file under seal by 12-noon (Eastern Time) on March 31, 2021.

Best,  
Justin Burns

Dinsmore

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Associate

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**From:** Brown, Harrison M. <[HBrown@blankrome.com](mailto:HBrown@blankrome.com)>

**Sent:** Thursday, March 25, 2021 11:17 AM

**To:** Burns, Justin <[Justin.Burns@DINSMORE.COM](mailto:Justin.Burns@DINSMORE.COM)>

**Cc:** Tagvoryan, Ana <[ATagvoryan@BlankRome.com](mailto:ATagvoryan@BlankRome.com)>; Oberly, David <[DOberly@BlankRome.com](mailto:DOberly@BlankRome.com)>; Hockstad, Karen <[Karen.Hockstad@DINSMORE.COM](mailto:Karen.Hockstad@DINSMORE.COM)>

**Subject:** RE: Philip Charvat v. Tomorrow Energy Corp., et al., NDOH Case No. 20-cv-01064

Hi Justin,

I should also note that this information is designated confidential pursuant to the terms of the protective order in this case.

Thanks,

--Harrison

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**From:** Brown, Harrison M.

**Sent:** Thursday, March 25, 2021 8:14 AM

**To:** 'Burns, Justin' <[Justin.Burns@DINSMORE.COM](mailto:Justin.Burns@DINSMORE.COM)>

**Cc:** Tagvoryan, Ana <[ATagvoryan@BlankRome.com](mailto:ATagvoryan@BlankRome.com)>; Oberly, David <[DOberly@BlankRome.com](mailto:DOberly@BlankRome.com)>; 'Hockstad, Karen' <[Karen.Hockstad@DINSMORE.COM](mailto:Karen.Hockstad@DINSMORE.COM)>

**Subject:** RE: Philip Charvat v. Tomorrow Energy Corp., et al., NDOH Case No. 20-cv-01064

Hi Justin,

Thanks for your patience while we looked at this. We had previously discussed, including with your colleague Joseph, providing only details about the amount of fees charged by Blank Rome to Tomorrow Energy rather than copies of the actual invoices and documents. Attached, please find a chart summarizing the costs to-date for this matter through the end of the last month. The chart also includes amounts invoiced by Compliance, the Relativity vendor, which are attributable to the Charvat matter and the settlement amount with Mr. Charvat. Tomorrow Energy's agreement with Mr. Charvat permits Tomorrow Energy to disclose the settlement amount but not the terms of the agreement itself.

If you have any questions, let us know.

Thanks,

--Harrison

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**From:** Brown, Harrison M.

**Sent:** Tuesday, March 16, 2021 10:58 AM

**To:** 'Burns, Justin' <[Justin.Burns@DINSMORE.COM](mailto:Justin.Burns@DINSMORE.COM)>

**Cc:** Tagvoryan, Ana <[ATagvoryan@BlankRome.com](mailto:ATagvoryan@BlankRome.com)>; Oberly, David <[DOberly@BlankRome.com](mailto:DOberly@BlankRome.com)>; Hockstad, Karen <[Karen.Hockstad@DINSMORE.COM](mailto:Karen.Hockstad@DINSMORE.COM)>

**Subject:** RE: Philip Charvat v. Tomorrow Energy Corp., et al., NDOH Case No. 20-cv-01064

Justin:

Sorry, I did not see your email on Friday. We will review this and respond soon.

Thanks,

--Harrison

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**From:** Burns, Justin <[Justin.Burns@DINSMORE.COM](mailto:Justin.Burns@DINSMORE.COM)>

**Sent:** Friday, March 12, 2021 5:29 AM

**To:** Brown, Harrison M. <[HBrown@blankrome.com](mailto:HBrown@blankrome.com)>

**Cc:** Tagvoryan, Ana <[ATagvoryan@BlankRome.com](mailto:ATagvoryan@BlankRome.com)>; Oberly, David <[DOberly@BlankRome.com](mailto:DOberly@BlankRome.com)>; Hockstad, Karen <[Karen.Hockstad@DINSMORE.COM](mailto:Karen.Hockstad@DINSMORE.COM)>

**Subject:** Philip Charvat v. Tomorrow Energy Corp., et al., NDOH Case No. 20-cv-01064

Harrison:

Tomorrow Energy alleged that Vestra is liable for any "future settlement" and "liability" involving Plaintiff's claims against Tomorrow Energy. [See, e.g., Countercl. Para. 48.] We saw that Plaintiff settled his claims against Tomorrow Energy. [Doc. Nos. 76, 90.] We have yet to receive documents (e.g., the settlement agreement and an email memorializing the agreement) and communications related to that settlement (responsive to at least Request for Production No. 3). We also have not received a recent supplementation to Tomorrow Energy's past discovery responses regarding its attorneys' fees demand (Interrogatory No. 5).

When can we expect Tomorrow Energy to produce this information?

Hope you're doing well.

Best,  
Justin Burns

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